



## **WISCONSIN WATERFOWL ASSOCIATION**

**HABITAT**

**EDUCATION**

**LEGISLATION**

23 May 2022

### **Subj: WWA CHAPTER CHARTERS AND STATUS**

Maintained by: Administrative Director, Approved by Board of Directors

**Purpose:** This policy guidance outlines revised chapter structure and expectations that are part of the WWA organization. It provides a tiered chapter system that is based on fund-raising success and mission-type initiatives that each chapter may achieve. It describes the role of the Board and Staff in overseeing this system and proposes a new charter to authorize WWA chapter activities.

This guidance was developed by a team of staff, directors and chapter leaders. A draft soliciting feedback was provided to all chapters and directors, and any feedback was incorporated into this guidance.

The Board recognizes this guidance may need revision as we begin to implement it, but it represents the first effort in the history of the Association to address the changing nature of non-profit volunteerism today. Any feedback should be addressed to the Executive Director or President.

**Background:** WWA organizes chapters to facilitate grassroots support of its missions. And WWA charters each chapter to provide a consistent structure and high-level guidelines. While we have not established a chapter in a while, we have had several chapters drop their active fundraising role. When that happened, many simply folded their tents and stepped away from active volunteering. We have learned recently that at least 2 chapters continued to remain active volunteers, and to some degree, did this under the WWA “banner”. This unsanctioned and uncontrolled activity presents a liability and reputational risk.

Historically, charters for such lapsed chapters have not been formally revoked, with the idea that perhaps an influx of new volunteers may re-energize the chapter. This practice creates uncertainty as to legal relationship of the chapter to WWA.

At the same time, changing volunteer motivations may require adjusting our traditional definition of a chapter to something a bit more flexible. Volunteers may be more interested in habitat or education work than a traditional fundraising role. There may be organizational benefit to chapters that eschew traditional fundraising but which execute WWA mission work

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and help maintain a WWA presence in a community. At the same time, all chapters derive benefit from the legal protection, insurance, communication channels, non-profit status etc., of the state-level WWA--there are some implicit costs associated with providing that umbrella of benefits.

Moving forward, it'll be important to have adequate chapter controls to ensure compliance with our non-profit mission and legal responsibilities, while at the same time leaving the door open to volunteerism in support of WWA beyond traditional fundraising.

**Goal:** A chapter organizational scheme that supports the current and anticipated future volunteer opportunities while providing for necessary controls and funding expectations.

### **Historical Overview**

Original WWA Structure: The original design of the WWA chapter structure, crafted in the 1980's, mirrored the structure of other non-profit conservation organizations of the day: local chapters focused on fund-raising, and with a state-level board/staff that both supported and was supported by those chapters. Centralized administration of WWA's non-profit status and management of missions at the state level allowed efficiencies of function.

The original charter for each chapter (attachment A) was designed and executed to establish each chapter. The charter permitted each chapter to elect officers and establish bylaws as long as they did not conflict with WWA's bylaws. There were reporting expectations (change of officers, financial report timeliness, etc.) that each chapter was to meet in order to remain in good standing.

Over time, chapters evolved, volunteers came and went, and some chapters disbanded. Chapter reporting expectations were ignored without consequence. The list of current chapters and their activities (attached) was created based on our collective knowledge, not the result of chapter reporting per the charter's expectations. These uninspiring state-level practices have created avoidable liabilities for WWA.

At the same time, it's clear that volunteer motivations have evolved. Volunteers increasingly seek to deliver a hands-on impact from their volunteer time, and not simply raise money for an organization. WWA's organizational model of the last century may no longer be the best model for this century. We have the opportunity to define an organizational structure to meet these evolving interests.

### **Important factors.**

Any new chapter structure (or design) should:

- *Attract the wide range of volunteers* committed to one or more of WWA missions in a given geographic area.
- *Make it easy* for chapters to form from a handful of volunteers committed to one or more of WWA's missions.
- *Incentivize chapters to expand their volunteer effort* across the range of mission activities.
- *Recognize chapters* with higher levels of mission engagement and financial success.

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- *Require sufficient fundraising to offset state-level overhead costs, and incentivize higher levels of financial support for greater mission impact.*
- *Be compatible with the Board's committee structure, to the degree reasonable.*

There are overhead costs involved in supporting field level activities that number in the thousands of dollars per chapter, including insurance, staff time, travel, communication, maintenance of our non-profit status and others. And beyond overhead costs, there are state-level mission costs associated with executing WWA's missions of habitat, education and advocacy. Chapters benefit from those state-level activities, while the state Association is at least somewhat dependent upon the chapters to fund these state-level activities. This synergistic relationship requires both state and chapter level to fulfill certain responsibilities for the Association to remain viable.

### **Proposed tiered Status**

The hierarchy of chapters shown below links financial performance and mission engagement with levels of "benefits". It is intended to allow newly forming chapters (i.e., "Start-up") a low entry threshold of financial contribution sufficient to offset some state-level overhead while allowing them to benefit from WWA's organizational status and resources. This is a temporary status, not anticipated to exceed two years in duration.

Likewise, the next highest level, Tier 3, is not intended to be a holding spot for chapters. It could represent a temporary status for a previously viable chapter that is going through a period of volunteer reorganization.

The highest tiers ("Tier 2" and "Tier 1") recognize a chapter's greater financial contribution with greater benefits. Determination of each chapter's status would happen at the end of a WWA fiscal year based on their net financial results and participation in WWA mission activities of that year. Designation of a chapter into any category would be determined by the Administrative Director, approved by the Development Committee and reported to the full Board of Directors.

As we gain experience with this new methodology, the benefits and requirements for each status may undergo change over time, subject to Board approval. A newly drafted chapter charter (attached) will contain a general description each chapter status, but will not contain the specifics that may be subject to change. The Development Committee, with assistance from the Administrative Director will be responsible for updating this policy guidance and the board of directors will approve any such changes.

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Chapter Tier	Qualification for TIER	Use of WWA non-profit status Insurance coverage WWA bank account Advance funding for events Administrative support for events State support of chapter social media marketing Super Goal Recognition program Discounted State Meeting attendance Does chapter perform Mission work? Habitat financial support Learn to Hunt support Chapter recognition program Internal grant program															
		Yes	Yes	Yes	<\$3000	Full	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes			
TIER 1	> \$15K net raised + required paperwork < 30d	Yes	Yes	Yes	<\$3000	Full	Yes	Yes	Yes	Yes	Yes	Yes	Yes	up to 25 wood duck boxes free	Passive Ed comm review	Yes	up to \$1000
		No	No	No	>\$3000	Partial	No	No	No	No	No	No	No	None	None	No	None
TIER 2	> \$5K net raised + required paperwork < 30d	Yes	Yes	Yes	<\$1000	Partial	Yes	Yes	Yes	Yes	Yes	Yes	Yes	up to 5 Wood duck boxes free	Ed committee review	X	up to \$500
		No	No	No	>\$1000	Full	No	No	No	No	No	No	No	None	None	No	No
TIER 3	at least \$1000 net raised + one mission + required paperwork < 30d	Yes	Yes	Yes	limited - As approved by ED			No	Yes	Yes	Yes	Yes	Yes	Wood duck boxes at cost	Ed committee review	No	No
		No	No	No	limited - As approved by ED			No	No	No	No	No	No	None	None	No	No
START-UP	New chapter, less than 2 years old, that does not meet criteria of higher levels	Yes	Yes	Yes	limited - As approved by ED			No	Yes	Yes	Yes	Yes	Yes	Wood duck boxes at cost	Ed committee review	No	No
		No	No	No	limited - As approved by ED			No	No	No	No	No	No	None	None	No	No
DISBANDED	< \$1000 net raised for 2+ years	No	No	No	No	No	No	No	No	No	No	No	No	None	None	No	No

### Notes:

- All chapters are encouraged to participate in at least one mission-related activity beyond fundraising, and submit their fundraising paperwork within the required timeframe. The above chart reflects the additional benefits for chapters that undertake WWA mission-type initiatives. Exceptions may be considered on an annual basis as approved by the Executive Director—but this exception will generally not exceed one year in duration.
- Chapters are authorized to establish local checking accounts to secure funds and provide operating capital immediately surrounding an event, subject to Director of Administration approval. Thirty days after an event, when all outstanding bills can reasonably be expected to be paid, chapter funds in excess of \$500 shall be transferred to the WWA Association through the Director of Administration. When required to begin preparation for an event, funds may be transferred from the state to the local chapter in the amount shown in the chart to provide operating capital for the next event.
- Start-up chapters may need WWA investment of energy and funding to get off the ground initially, but such investment should not exceed two years from their charter approval.
- Chapters that may fall into the “disbanded” tier shall have their chapter charters withdrawn as notified by the Executive Director after approval by the Board, and any bank accounts closed (by the Director of Administration). A letter to the last chapter chairman will notify the chapter of this change of status and any further use of the WWA name or inference of association with WWA will not be allowed and those individuals or parties that choose to do so may be subject to legal action.
- Administrative Support includes emails to subscriber list. “Full” admin support includes up to 2 regional emails per event or class A raffle.
- Paid social media marketing provided by the state shall generally be limited to Tiers 1, 2, and 3, as indicated in the chart. The level of available state funding for chapter social media efforts will be at the discretion of the Executive Director, as discussed with the committee.

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responsible for marketing. The Executive Director may authorize funding up to for Start-ups chapters on a case-by-case basis if the event and the chapter’s preparation for it makes it a sound investment.

- Learn-to-hunt program: Premier (i.e., Tier 1) chapters which have held previous successful LTH programs will need only to notify the Education Committee of their intent to hold a LTH and when. It shall be presumed to be approved if not challenged by Ed Committee within 2 weeks. Other chapters shall require formal approval of the LTH plan for consideration against WWA insurance and liabilities. This approval is necessary to ensure adequate liability insurance coverage is in place.

**Implementation plan:**

- June: After approval of this policy guidance by the Board of Directors, this proposal will be incorporated into WWA chapter webpage. Implementation will commence immediately upon approval. Each chapter will be notified of the need to execute a new charter. The Regional Director, Development Chair, and Executive Director shall have direct communications with the chapter leaders in this period to avoid confusion or misunderstandings. Chapter chairs will be presented with the new charter for signature and return to WWA’s Administrative Director.
- July: New charters and tiered status will be in effect.

Approved by Board of Directors on June 16<sup>th</sup>, 2022

Attachments:

(A) original WWA Charter

(B) Updated WWA Charter effective June 2022

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**Attachment : Updated WWA Chapter Charter effective June 2022**



## **WISCONSIN WATERFOWL ASSOCIATION**

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### WWA Chapter Charter

1. **Establishment of this Chapter.** A group of members in good standing, representing \_\_\_\_\_ City/County have made application and are hereby granted a Charter designating such a local chapter of the Corporation, known as the \_\_\_\_\_ Chapter of the Wisconsin Waterfowl Association, hereafter referred to as the Chapter. WWA organizes chapters to encourage grassroots support of its missions, and it charters each chapter to provide a consistent structure and provide clear expectations.
2. **Authority.** This Charter is issued under authority of the Board of Directors of the Corporation. The Chapter may elect officers, subject to the control of the Corporation's finance operations, and establish rules and bylaws so long as these operations do not conflict with the Articles, Bylaws or purposes and policies of the Corporation.
3. **Responsibilities.** Both the Chapter and the Corporation have obligations under this charter.
  - a. The state-level Corporation shall be responsible for:
    - Maintaining WWA's non-profit status
    - Providing administrative support at the state level
    - Maintaining WWA communications in support of fundraising and mission accomplishment
    - Using raised funds efficiently in support of accomplishing WWA missions
    - Carrying insurance to cover known chapter and corporate liability exposures.
  - b. The Chapter shall be responsible for:
    - Conducting fundraising activities consistent with WWA policy and state law
    - Conducting any local mission-related efforts consistent with WWA policy and guidance
    - Reporting chapter leadership and membership changes each year consistent with WWA policy
    - Strict compliance with federal, state laws and WWA policies for any funds raised under WWA's non-profit status
    - Timely reporting of chapters activities and fundraising consistent with WWA policies.

The Chapter shall at all times maintain accurate financial records and file a report of same no later than 30 (thirty) days following each fundraising activity. All monies collected by the Chapter shall belong to the Corporation subject to payment of obligations incurred by the Chapter and approved by the Corporation.

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- 4. **Categories of Chapters.** The Corporation may annually categorize each Chapter based on the missions they perform at the local level and the level of fundraising activity they undertake. Depending on which category this Chapter falls into will determine the level of benefits available to that chapter. See current WWA policy with regard to these categories and their benefits.
  - a. “Disbanded” chapters that have not achieved the minimum level of fundraising necessary to offset the Corporation’s overhead costs of supporting that chapter for more than two years, or as determined by the Board of Directors. In such cases, the Board of Director’s shall direct the Executive Director to withdraw the charter and cancel any insurance for that group’s activities. The chapter will be notified through written correspondence.
  
- 5. **Supervision of Chapter.** The Corporation shall maintain supervisory control of the Chapter, and if conflict arises between policies of the Corporation and the policies and procedures of the Chapter, the Board of Directors will resolve such conflict. In the event the Chapter’s charter is withdrawn, the Chapter must immediately remand any assets, and all records held in the name of the Association to the WWA State Office.
  
- 6. **Termination.** The Board of Directors of the Corporation may, for just cause, revoke this Chapter’s Charter, but in such event, the members of the Chapter continue to be members of the Corporation so long as such members continue to pay dues to the Corporation.

For the Wisconsin Waterfowl Association:

<u>Chapter Chairperson</u>	Date:
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<u>President, WWA</u>	Date:
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*The Wisconsin Waterfowl Association is a non-profit, wildlife conservation organization. The Association is exempt from Federal Income Tax as an organization described in Section 501 (c) (3) of the Internal Revenue Code. Contributions made to the Association are deductible provided in Section 170 of the Code. The Association’s Federal Identification number is 39-1463462.*